LUKAS, NACE, GUTIERREZ & SACHS

CHARTERED

111 I NINETEENTH STREET, N.W.

SUITE 1200

WASHINGTON, D.C. 20036

(202) 857-3500

11 2000

January 11, 2000

CONSULTING ENGINEERS
MEHRAN NAZARI
AU KUZEHKANANI
LEROY A. ADAM
LEILA REZANAVAZ

OF COUNSEL JOHN J. MCAVOY J.K. HAGE III+

TELECOPIER (202) 842-4485

Email: Ings@fcclaw.com http://www.fcclaw.com

WRITER'S DIRECT DIAL

(202) 828-8434 tslamowitz@fcclaw.com

Federal Communications Commission 1270 Fairfield Road Gettysburg, PA 17325-7245

Re:

FCC Form 602

Poplar PCS - Arkansas, L.L.C.

Dear Sir or Madam:

RUSSELL D. LUKAS

THOMAS GUTIERREZ

ELIZABETH R. SACHS

GEORGE L LYON, JR. JOEL R. **KASWE**LL

MARILYN SUCHECKI MENSE

PAMELA GAARY HOLRAN

B. LYNN F. RATNAVALE TODD SLAMOW!TZ+

DAVID L NACE

PAMELA L GIST

DAVID A. LAFURIA

DAVID M. BRIGLIA+

+ NOT ADMITTED IN D.C.

SAMUEL F. CULLARI

On behalf of Poplar PCS - Arkansas, L.L.C.., enclosed is its FCC Ownership Disclosure Information (Form 602). Poplar PCS - Arkansas, L.L.C.. is filing the Form 602 as an applicant for an assignment of several PCS licenses (File No. 0000058733).

If you have any questions with respect to this matter, please contact the undersigned.

Respectfully submitted,

2000 Dkg

Todd Slamowitz

Enclosure ~

1/200

DEGETVE JAN 25 2000 JAN 25 2000 Consing & Technical

FCC 602 Main Form

(U.S. Code, Title 47, Section 503).

FCC Ownership Disclosure Information for the Wireless Telecommunications Services

Approved by OMB 3060-0799 See instructions for public burden estimate

Applicant/Licensee Information		т					
1) First Name (if individual):	MI:	Last Name:		suffix:			
Applicant Name (if entity): Poplar PCS - Arkansas, L.L.C.		2) Applicant TIN:					
Related FCC Regulated Businesses of Applican	nt/Licens	see					
4a) Name and address of all FCC Regulated Businesses owned by Applicant/Licensee (use additional sheets, if necessary):	4b) 4c)		4c) TIN:	4d) Percent of Interest Held:			
None							
Signature 5) Typed or Printed Name of Party Authorized to Sign				-			
First Name: Stephen	MI:	Cast Name: Roberts		suffix:			
Title: President	•						
Signature: Sulu M Mull			Date:	21/99			
Failure To Sign This Application May Result In Dismissal Of The A	Application A	and Forfeiture Of Any Fee	es Paid				
WILLFUL FALSE STATEMENTS MADE ON THIS FORM OR ANY AT Section 1001) AND/JR REVOCATION OF ANY STATION LICENSE	ITACHMEN OR CONST	TS ARE PUNISHABLE BY	Y FINE AND/OR IMPRISONMENT (U.S. (Code, Title 47, Section 312(a)(I)), AND/C	Code, Title 18, DR FORFEITURE			

FCC 602 MAINDROWR February 1999 - Page 1

FCC Ownership Disclosure information for the Wireless Telecommunications Services

Schedule for Disclosable Interest Holders

Approved by OMB 3060 -0799 See instructions for public burden estimate

Disclosable Interest Holder Information (comp	olete as ma	any as required	to describe all disclosable	e interest holders)			
1) Disclosable Interest Holder's First Name (if in		MI:	Last Name:		suffix:		
2) Disclosable Interest Holder's Name (if entity): Poplar PCS License Company, L.L.C.							
4) Disclosable Interest Holder's Address: 5350 Poplar Avenue, Suite 875, Memphis	, TN 381	19					
5) Type of Interest in Applicant (D) (refer to Instructions for list)	6) Disclo (refer	osable Interest r to instructions	Holder is a(n): (M) for list of codes):	7) Percent of Interest Held in Applicant: 100%			
Disclosable Interest Holder's Type of Ownersh (refer to instructions for list): C	hip		9) Disclosable Interest USA	est Holder's Country of Citizenship:			
40) Relationship Description (if the discloseable in					ne applicant):		
Related FCC Regulated Businesses of Disclosa	ble Intere	st Holders (re	peat for each interest h	older identified)			
lla)		IIb) cipal Business:	IIc) TIN:	IId) Percent of Interest Held:			
Poplar PCS - Arkansas, L.L.C.		Telecommur	ications,		100%		
**							

FCC Ownership Disclosure Information for the Wireless Telecommunications Services

Schedule for Disclosable Interest Holders

Approved by OMB 3060-0799 See instructions for public burden estimate

Disclosable Interest Holder Information (complete as many as required to describe all disclosable interest holders)

1) Disclosable Interest Holders First Name (if individual):		MI:	Last Name:		suffix:			
Disclosable Interest Holder's Name (if entity): Poplar PCS, L.L.C.			3) Disclosable Interest Holder's TIN:					
4) Disclosable Interest Holder's Address: 5350 Poplar Avenue, Suite 875, Memphis, TN 38119								
5) Type of Interest in Applicant (I) (refer to Instructions for list)			Holder is a(n): (M) s for list of codes):	7) Percent of Interest Held in Applicant: 100%				
8) Disclosable Interest Holder's Type of Ownership (refer to instructions for list): C,P			9) Disclosable Interest Holder's Country of Citizenship: USA					
10) Relationship Description (if the discloseable interest holder is an indirect owner, list path of ownership from indirect owner to the applicant): Poplar PCS, L.L.C. owns 100% of Poplar PCS License Company, L.L.C., which in turn, owns 100% of the applicant.								
Related FCC Regulated Businesses of Disclosal	Related FCC Regulated Businesses of Disclosable Interest Holders (repeat for each interest holder identified)							
IIa) Name and address of all FCC Regulated Busin owned by Disclosable Interest Holder listed in # additional sheets, if necessary):	esses Prii 3 (use		IIb) ncipal Business:	IIc) TIN:	IId) Percent of Interest Held:			
Poplar PCS -Arkansas, L.L.C.	Т	elecommu	nications		100%			
Poplar PCS License Company, L.L.C.	T	Telecommunications			100%			

FCC 602 Schedule / February 1999 - Page 2 FCC 602 Schedule A Page 3

FCC Ownership Disclosure information for the Wireless Telecommunications Services

Approved by OMB 3060 -0799 See Instructions for public burden estimate

Schedule for Disclosable Interest Holders

isclosable Interest Holder Information (complete as	many	as required	to describe all disclosable	interest holders)			
1) Disclosable Interest Holder's First Name (if individu	ıal):	MI:	Last Name:		suffix:		
2) Disclosable Interest Holder's Name (if entity): Management Members (jointly William Yandell and Stephen Roberta) 3) Disclosable Interest Holder's Holder's Name (if entity): Management Members (jointly William 3) Disclosable Interest Holder's Holder's Holder's Name (if entity): Management Members (jointly William 3) Disclosable Interest Holder's Name (if entity): Management Members (jointly William 3) Disclosable Interest Holder's Name (if entity): Management Members (jointly William 3) Disclosable Interest Holder's Name (if entity): Management Members (jointly William 3) Disclosable Interest Holder's Name (if entity): Management Members (jointly William 3) Disclosable Interest Holder's Name (if entity): Management Members (jointly William 3) Disclosable Interest Holder's Name (if entity): Management Members (jointly William 3) Disclosable Interest Holder's Name (if entity): Management Members (jointly William 3) Disclosable Interest Holder's Name (if entity): Management Members (jointly William 3) Disclosable Interest Holder's Name (if entity): Management Members (jointly William 3) Disclosable Interest Holder's Name (if entity): Management Members (jointly William 3) Disclosable Interest Holder's Name (if entity): Management Members (jointly William 3) Disclosable Interest Holder's Name (if entity): Management Members (jointly William 3) Disclosable Interest Holder's Name (if entity): Management Members (jointly William 3) Disclosable Interest Holder's Name (if entity): Management Members (jointly William 3) Disclosable Interest Holder's Name (if entity): Management Members (jointly William 3) Disclosable Interest Holder's Name					er's TIN:		
4) Disclosable Interest Holders Address: 5350 Poplar Avenue, Suite 875, Memphis, TN	38119)					
	Holder is a(n): (M) s for list of codes):	7) Percent of Interest Held in 60.1%	n Applicant:				
*Oisclosable Interest Holder's Type of Ownership (refer to instructions for list): *C, P** C, P** C		9) Disclosable Interest USA	Holders Country of Citizenship	o:			
10) Relationship Description (if the discloseable interest holder is an indirect owner, list path of ownership from indirect owner to the applicant): Management members own 60.1% of Poplar PCS, L.L.C., which in turn owns 100% of Poplar PCS License Company, L.L.C., which in turn, owns 100% of the applicant.							
Related FCC Regulated Businesses of Disclosable In	nterest	Holders (re	epeat for each interest he	older identified)			
Name and address of all FCC Regulated Businesses owned by Disclosable Interest Holder listed in #3 (us additional sheets, if necessary):	IIa) and address of all FCC Regulated Businesses by Disclosable Interest Holder listed in #3 (use		IIb) ncipal Business:	IIc) TIN:	IId) Percent of Interest Held:		
Wireless Partners, L.L.C.	1	Геlеcommu	nications	3300 001	12.3%		
SWC Partners, L.L.C.	rtners, L.L.C. Telecommu		nications		60%		
lEldorado Communications, L.L.C.	do Communications, L.L.C. Telecommu		nications		10.3%		
Pacificom Holdings, L.L.C.	om Holdings, L.L.C. Telecommu		nications		10%		
Alaska DigiTel, L.L.C.	٦	Telecommu	nications		10.1%		
Poplar Associates, L.L.C.	7	Telecommu	nications		50%		
Poplar PCS, L.L.C.	1	Telecommu	inications		50.1%		
Poplar PCS License Company, L.L.C. Telecom		Геlесотти	nications		50.1%		

FCC Ownership Disclosure Information for the Wireless Telecommunications Services

Schedule for Disclosable Interest Holders

Approved by OMB 3060-0799 See instructions for public burden estimate

isclosable Interest Holder information (comple	ete as many as	required	to describe all disc	losable interest holders)			
1) Disclosable Interest Holder's First Name (if in	ndividual),	MI:	Last Name:		suffix.		
Disclosable Interest Holder's Name (if entity): WBL Corporation				3) Disclared to the St Ho.	3) Diseless Halt Holder's TIN:		
Disclosable Interest Holder's Address: 1000 Ridgeway Loop Road, Suite 233, Memple	his, TN 38120			•			
5) Type of Interest in Applicant (I) (refer to Instructions for list)		6) Disclosable Interest Hole (refer to instructions for		7) Percent of Interest Held 49.9%	7) Percent of Interest Held in Applicant: 49.9%		
8) Disclosable Interest Holder's Type of Owners (refer to instructions for list): C,P	I ship		9) Disclosable II USA	nterest Holder's Country of Citizens	L Holder's Country of Citizenship:		
10) Relationship Description (if the discloseable in WBL Corporation owns 49.9% of Poplar PCS owns 100% of the applicant.							
elated FCC Regulated Businesses of Disclosa	ble Interest H	olders (ı	epeat for each inte	rest holder identified)			
Name and address of all FCC Regulated Businesses owned by Disclosable Interest Holder listed in #3 (use additional sheets, if necessary):			IIb) incipal Business:	IIb) 11c)			
Poplar Associates, L.L.C.		lecomm	unications		50%		
				ACCOUNTS TO THE PARTY OF THE PA			

FCC Ownership Disclosure Information for the Wireless Telecommunications Services

Schedule for Disclosable Interest Holders

Approved by OMB 3060-0799 See instructions for publicburden estimate

isclosable Interest Holder Information (complete as many as required to describe all disclosable interest holders) 1) Disclosable Interest Holder's First Name (if individual): Last Name: suffix 2) Disclosable Interest Holder's Name (if entity): 3) Disclosable Interest Holder's TIN: Southeast Service Corp. 4) Disclosable Interest Holder's Address: Knoxville, TN 5) Type of Interest in Applicant (I) 6) Disclosable Interest Holder is a(n): (C) 7) Percent of Interest Held in Applicant: (refer to Instructions for list) (refer to instructions for list of codes): 12.4% 6) Disclosable Interest Holder's Type of Ownership 9) Disclosable Interest Holder's Country of Citizenship: (refer to instructions for list): USA 10) Relationship Description (if the discloseable interest holder is an indirect owner, list path of ownership from indirect owner to the applicant): Southeast Service Corp. owns 24.6% of WBL Corporation, which in turn, owns 49.9% of the applicant. elated FCC Regulated Businesses of Disclosable Interest Holders (repeat for each interest holder identified) 11b) 11c) IId) Name and address of all FCC Regulated Businesses Principal Business: TIN: Percent of owned by Disclosable Interest Holder listed in #3 (use Interest Held: additional sheets, if necessary): Poplar Associates, L.L.C. **Telecommunications** 12.3%

FCC Ownership Disclosure Information for the Wireless Telecommunications Services

Schedule for Disclosable Interest Holders

Approved by OMB 3060 -0799 See instructions for public burden estimate

Pisclosable Interest Holder Information (complete as many as required to describe all disclosable interest holders)

Disclosable Interest Holder's First Name (if inc Charles	dividual):	MI: L	Last Name: Slatery		suffix:		
2) Disclosable Interest Holder's Name* (if entity):		3) Disclosable Interest Hold	er's TIN:				
Disclosable Interest Holder's Address: Memphis, TN							
5) Type of Interest in Applicant (I) (refer to Instructions for list)			t Holder is a(n): (I) as for list of codes):	7) Percent of Interest Held in Applicant: 10.4%			
8) Disclosable Interest Holder's Type of Ownership (refer to instructions for list): C,P			9) Disclosable Interest I USA	9) Disclosable Interest Holder's Country of Citizenship: USA ct owner, list path of ownership from indirect owner to the applicant):			
Charles L. Slatery owns 20.9% of WBL Corpor	ation, which in	n turn, c	wns 49.9% of the applica	ant.	ne applicant):		
lelated FCC Regulated Businesses of Disclosa	ble Interest Ho	olders r	epeat for each interest h	older identified			
IIa) Name and address of all FCC Regulated Businesses owned by Disclosable Interest Holder listed in #3 (use additional sheets, if necessary):		IIb) Principal Business:		IIc) TIN:	IId) Percent of Interest Held:		
Poplar Associates, L.L.C.	Tel	ecommu	unications		10.5%		
		·					
		·					
***; · ·							